## In the Claims

- (currently amended) An exercise system, comprising: 1.
  - a frame adapted to rest on a floor surface;
  - a body supporting platform mounted on the frame; and
- a first dumbbell assembly and a second dumbbell assembly, wherein each said dumbbell assembly includes a handle that defines a longitudinal axis, a set of weights configured for connection to a respective said handle, and a base that is sized and configured to support a respective said set of weights in alignment with a respective said handle, wherein each said base is pivotally connected to the frame in a manner that defines at least one for pivoting about a horizontal pivot axis from a respective first position underlying the body supporting platform to a respective second position out from under the body supporting platform.
- (currently amended) The exercise system of claim 1, 2. wherein each said base is adapted to rest on pivots relative to the frame between a first position disposed at a first elevation above the floor surface, and a second position disposed at a relatively higher, second elevation above the floor surface in at least one said position.
- (currently amended) The exercise system of claim 1, further comprising a second body supporting platform mounted on the frame and arranged to extend perpendicular to the first body supporting platform, wherein each said body supporting platform underlies each said base when each said base occupies said respective second position.

- (currently amended) The exercise apparatus of claim 1, wherein each said base pivote to a respective storage position disposed beneath the body supporting platform further comprising a second body supporting platform mounted on the frame, wherein at least part of each said base underlies the second body supporting platform when each said base occupies said respective second position.
- 5. (currently amended) The exercise apparatus of claim 1, wherein each said handle extends perpendicular to the horizontal pivot axis in each said position base pivots about a common horizontal axis relative to the frame.
  - (currently amended) An exercise system, comprising:
    - a frame adapted to rest on a floor surface;
    - a body supporting platform mounted on the frame; and
- a first dumbbell assembly and a second dumbbell assembly, wherein each said dumbbell assembly includes a handle that defines a longitudinal axis, a set of weights configured for connection to a respective said handle, and a base that is both adapted to rest on the floor surface and sized and configured to support a respective said set of weights in alignment with a respective said handle, wherein each said base is movably connected to the frame for movement between a respective first position underlying the body supporting platform, and a respective second position out from under the body supporting platform, and each said base rests on the floor surface in at least one said position.

- (currently amended) The exercise system of claim 6, 7. wherein each said base occupies a first elevation relative to rests on the floor surface when occupying said respective first position, and the frame supports each said base occupies a relatively higher, second elevation relative to above the floor surface when occupying said respective second position.
- (currently amended) The exercise system of claim 6, 8. further comprising a second body supporting platform mounted on the frame and arranged to extend perpendicular to the first body supporting platform both when each said base occupies said respective first position and when each said base occupies said respective second position.
- (currently amended) The exercise apparatus of claim 6, wherein each said body support base pivots about a common axis relative to the frame.
- 10. (currently amended) The exercise apparatus of claim 6, wherein the handle of the first dumbbell assembly extends parallel to the handle of the second dumbbell assembly both when each said base occupies said respective first position and when a common orientation in each said base occupies said respective second position.
  - 11. (currently amended) An exercise system, comprising:
- a frame adapted to rest on a horizontal floor surface; and
- a first dumbbell assembly and a second dumbbell assembly, wherein each said dumbbell assembly includes a handle that defines

- 12. (currently amended) The exercise system of claim 11, wherein each said base is upright relative to the floor surface in the respective first position occupies a first elevation relative to the floor surface when occupying one of the positions, and each said base is upright relative to the floor surface in the respective second position occupies a relatively higher, second elevation relative to the floor surface when occupying another of the positions.
- 13. (currently amended) The exercise system of claim 11, further comprising a body supporting platform mounted on the frame and defining a planform, wherein each said base is disposed outside the planform when occupying the respective second position arranged to extend parallel to the floor surface.
- 14. (currently amended) The exercise apparatus of claim 13, wherein each said base is disposed within the planform when

occupying the respective first position the first positions are beneath the body supporting platform, and the second positions are out from under the body supporting platform.

- (currently amended) The exercise apparatus of claim 13 15. 11, wherein at least the second positions are outside opposite sides of the body supporting platform further comprising a body supporting platform mounted on the frame and defining a planform, wherein each said base is disposed within the planform when occupying the respective first position.
  - 16. (currently amended) An exercise system, comprising:
- a frame adapted to rest in at least two different operational orientations on a horizontal floor surface; and

a first dumbbell assembly and a second dumbbell assembly, wherein each said dumbbell assembly includes a handle that defines a longitudinal axis, a set of weights configured for connection to a respective said handle, and a base that is sized and configured to support a respective said set of weights in alignment with a respective said handle; and

a bolt inserted through aligned holes in the frame and 7 wherein each said base, thereby defining a horizontal pivot axis about which each said base pivots relative to the frame to remain is movably connected to the frame in a manner that maintains each said base in an upright position orientation relative to the floor surface when the frame occupies either any one of the operational orientations.

- 17. (original) The exercise system of claim 16, wherein each said base occupies a first elevation relative to the floor surface when the frame occupies one of the orientations, and each said base occupies a relatively higher, second elevation relative to the floor surface when the frame occupies another of the orientations.
- 18. (currently amended) The exercise system of claim 16, further comprising a body supporting platform mounted on the frame and arranged to extend parallel to horizontally at a first elevation above the floor surface when the frame occupies one of the orientations.
- 19. (currently amended) The exercise system of claim 18, further comprising another body supporting platform mounted on the frame and arranged to extend parallel to horizontally at a relatively greater, second elevation above the floor surface when the frame occupies another of the orientations.
- 20. (original) The exercise apparatus of claim 18, wherein the body supporting platform overlies each said dumbbell assembly when the frame occupies said one of the orientations.